



### September 27, 2017

The Secretary  BSE Limited  Phiroze Jeejeebhoy Towers Limited  Dalal Street, Mumbai 400 001	The Secretary National Stock Exchange Limited Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051
Security code: 532880	Symbol: OMAXE
Fax No 022-22723121/2037/39/41/61	Fax No 022-2659 8237/38

Sub: Voting Results of 28th Annual General Meeting (AGM) of Omaxe Limited held on September 27, 2017

Ref: Regulation 44 of of SEBI (Listing Obligations and Disclosure Requirements)
Regulations 2015

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the result of the poll and e-voting alongwith Scrutinizer's Report with respect to the Resolutions passed in the 28th Annual General Meeting (AGM) of the Members of Omaxe Limited held today i.e. Wednesday, the 27th day of September 2017 at 11.00 a.m. at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana.

This is for your kind information and record.

Thanking You

Your's Faithfully

Shubha Singh W D

Company Secretary

For Omaxe Limited

"This is to inform that please make all correspondence with us on our Corporate Office Address only"

OMAXE LTD.

Corporate Office: 7, Local Shopping Centre, Kalkaji, New Delhi-110019.

Tel.: +91-11-41896680-85, 41893100, Fax: +91-11-41896653, 41896655, 41896799

Regd. Office: Shop No. 19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon - 122 001,(Haryana)
Toll Free No. 18001020064, Website: www.omaxe.com, CIN: L74899HR1989PLC051918

		Category	Whether promoter / promter group are interested in the agenda/resolution?	Resolution required: (Ordinary Resolution)	Agenda-wise Disclosure Resolution - 1	Public:	Promoters and Promoter Group:	No of sharcholders attended the meeting through video conferencing:	Public:	Promoters and Promoter Group:	No of shareholders present in the meeting either in person or through proxy:	Total number of shareholders on record date	Date of the AGM
E - Voting		Mode of Voting	are interested in the					ing through video cor			ting either in person	rd date	
	Э	No of shares held	No	Ordinary Resolution March 31, 2017, the Statements of the Co				nferencing:			or through proxy:		
01096010	(2)	NO. Of votes points	No of votes polled	Ordinary Resolution to consider and adopt the Amarch 31, 2017, the reports of the Board of Dir Statements of the Company for the financial yes		<u>Z</u>	2		164			58,828	27th September, 2017

Resolution - I			One in the consider and adopt the Audited Financial Statements of the Company for the financial year ended	Audited Financia	d Statements of	the Company	for the financial y	ear ended
Resolution required: (Ordinary Resolution)		March 31, 2017, the	Ordinary Resolution to Consolute and acceptance of Director's and Auditors' thereon and the Audited Consolidated Financial March 31, 2017, the reports of the Board of Director's and Auditors' thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31st, 2017	rector's and Aud	ditors' thereon ar	nd the Audited	Consolidated Fin	ancial
Whether promoter / promter group are interested in the	p are interested in the	Sacinena				/		
agenda/resolution?		No	S. S. San Bolled	% of votes	No. of Votes - No. of Votes		% of Votes in	% of Votes
Category	Mode of Voting	No of shares held	No. of votes polled		in favour		favor on votes	against on
				outstanding			ponca	7
			(2)	(3)= (2)/(1) *1	<b>(</b>	(5)	(6)=[(4)/(2)]*10 $(7)=[(5)/(2)]*1$	(7)=[(5)/(2)]*1
		ξ	1-7	00			0	2
			6169820	4.51	0	6169820	0.00	100.00
	E - Voting		130696374	95.49	130696374	0	100.00	0.00
	Poll	136866194						
Promoter and Promoter Group	Postal Ballot. (if							
	applicable)	136866194	136866194	100.00	130696374	6169820	95.49	4.51
	Total	1500001	16733473		16733473	0	100.00	0
	E - Voting	•		0.00	0	0	0.00	0
	Poll	30282191						
D. F. Constitutions	Postal Ballot. (if							
Lught - manne	applicable)	30282191	16733473	55.26	16733473	0	100.00	0.00
	Total		3027251	19.22	3026850	101	99.99	0.01
	E - Voting		279508	17 74	2795043	0	100.00	0.00
	Poll	15752155						
n Tie Von Institutions	Postal Ballot. (if							
F HOLIX	applicabici	15752155	5822332	36.96	5821893	401	99.99	0.01



to Public Sha	15	ear 2016-17 oi	the financial y	Equity Shares for	Ordinary Resolution to declare Dividend on Equity Shares for the financial year 2016-17 only to Public Shareholders		1: (Ordinary Resolution)	quire
								Resolution - 3
100.00	ĽΉ	606	159484670	87.20	159485314	182900540		Total
99.99	-	606	5821676		5822320	15752155	Total	
٠							applicable)	Public-Non Institutions
100.00	_	0	2795043	17.74	2795081	15752155	Poll	
99.98		606			3027239	1	E - Voting	
100.00	П	0	16796800		_	30282191	Total	
							applicable)	
0.00		0	0	0.00	0	30282191	Poll Ballar SE	Public - Institutions
100.00		0	16796800	55.47	16796800		E - Voting	
100.00		0	136866194	100.00	136866194	136866194	Total	
							applicable)	
100.00		0	130696374	95.49	130696374	136866194	Postal Rallot (if	Promoter and Promoter Group
100.00	H	0	6169820	4.508	6169820		E - Voting	
$ \begin{array}{c c} (6)=[(4)/(2)]*10 & (7)=[(5)/(2)]*1 \\ 0 & 00 \end{array} $	(6)=	-5	-4	(3)=[(2)/(1)]*1 00	-2	<u>-</u>		
				shares				
favor on votes polled	fav	- against	in favour	polled on outstanding				
% of Votes in	%	S	ï	% of votes	No. of votes polled	No of shares held	Mode of Voting	Category
						No	p are interested in the	agenda/resolution?
Preference \$	ible	Redeemable Non-Convertible Preference Shares of the	live Redeemable	1% Non-Cumulat	Ordinary Resolution to declare Dividend on 0.1% Non-Cumulative financial year 2016-17	Ordinary Resolution to financial year 2016-17		Wheel
	1						solution)	Resolution - 2  Resolution required: (Ordinary Resolution)
96.13	1	6170221	153251740	87.16	159421999	182900540		Total



Whether promoter / promter group are interested in the agenda/resolution?

0.00 100.00	45.71 0.00	5138560	2820200	4.508 3.75	\$138560 \$108820	130806194		Promoter and Promoter Group
(7)=[(5)/(2)]*1	(6)=[(4)/(2)]*10 $(7)=[(5)/(2)]*1$	Ġ	-	-			E - Voting	
vote polled	3			(3)= (2)/(1) *1	-2	<u>.</u>		
% of Votes against on	% of Votes in favor on votes	- against		polled on outstanding				
		7	No of Votes	% of votes	No. of votes polled	No of shares held	Mode of Voting	Category
						Yes	oup at e interested in the	agenda/resolution?
s by rotation	03743), who retire	Soel (DIN: 0000	e of Mr. Sunil (	Director in plac	Ordinary Resolution for the appointment of the Director in place of Mr. Sunil Goel (DIN: 00003743), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution and being eligible, o		Whether promoter / promise as
								Resolution required: (Ordinary Resolution)
17.91	02.07	0.000						
1701	87 00	6169845	28275036	18.83	34444919	182900540		Total
0.04	99.96	25	5822257	36.96	5822320	15752155	Total	
							Postal Ballot. (if applicable)	Public-Non Institutions
0.00	100.00	0	2795043	17.74	2795081	15757155	Poll	
0.00	100.00	25	3027214	19.22	3027239		E - Voting	
0.00	100.00	0	16796800	55.47	16796800	30282191	Total	
						30282191	Postal Ballot. (if applicable)	Public – Institutions
	0.00	0	0	0.00	0		Poll	
	100.00	0	16796800	55.47	16796800		E - Voting	
0	4/.03	6169820	5655979	8.64	11825799	136866194	Total	
53 17	47 02						applicable)	Fromoter and Fromoter Group
				1.10	202247	136866194	Poll	
0.00	100.00	0	5655979	4 13	0786010	T	E - Voting	Im
00.00	0.00	6169820	0	4 508	0000013			

Man de la company de la compan	OMATE LIMITA

Category

Mode of Voting

No of shares held

No. of votes polled

No. of Votes - No. of Votes of Votes in in favour - against favor on votes

% of Votes against on vote polled

polled

% of votes
polled on
outstanding
shares
(3)=[(2)/(1)]\*1

6169820

100.00 0.00

> 100.00 0.00

 $\begin{array}{c|c} (6) = [(4)/(2)] * 10 & (7) = [(5)/(2)] * 1\\ 0 & 00 \end{array}$ 

Resolution - 4(b)		A no atment of Ms	Appearment of Ms. Seema Prasad Avasarala (DIN, 07058667) as a Director in place of Mr. Sunil Goel who retires by	(DIN. 07058667)	as a Director in	place of Mr.	Sunil Goel who re	tires by
Resolution required: (Ordinary Resolution)	(esolution)	rotation						
Whether promoter / promter group are interested in the	up are interested in the							
agenda/resolution?		No	Si - Contact polled	% of votes	No. of Votes -	No. of Votes	% of Votes in	% of Votes
Category	Mode of Voting	No of shares held	No. of votes policu	polled on	in favour	- against	favor on votes	against on vote polled
				outstanding shares			polica	000
		<u>-</u>	-2	(3)=[(2)/(1)]*1	Ŧ	ራ	(6)=[(4)/(2)]*10 (7)=[(5)/(2)]*1	(7)=[(5)/(2)]*1
				00			-	00
	F - Voting		6169820	4.508	0	6169820	0.00	100.00
	Poll	136866194	5139560	3.76	5139560	0	100.00	0.00
Promoter and Promoter Group	Postal Ballot. (if							
	Total	136866194	11309380	8.26	5139560	6169820	45.45	54.55
	F - Voting		16796800	55,47	9835413	6961387	58.56	41.44
	Poll	30282191	0	0.00	0	0	0.00	0
Public – Institutions	Postal Ballot. (if							
	Total	30282191	16796800	55.47	9835413	6961387	20 27	
	E - Voting		3027194	1977	3025885	1200	00.00	44.14
	Poll	15253155	7795081	777	2002200	1309	99.96	0.04
Public-Non Institutions	Postal Ballot, (if	13736133		17.74	2/95043	C	100.00	0.00
	applicable)							
	Lotal	10/02/00	5822275	36.96	5820928	1 200		
						1309	99.98	0.02

			Public-Non Institutions					Public - Institutions						
	Total	applicable)	Postal Ballot. (if	Poll	E - Voting	Total	applicable)	Postal Ballot, (if	Poll	E - Voting	Total			
102000540	15752155			15752155		30282191			30282191	1	136800177	10127875		
30/4/00	3307512	5822332			2795081	3027251	16796800			0	16796800	11308380		
	18.55	36.96	-			19.22		1		0.00			8 76	
	2907262	1211	7777			63	7714	79785			0	79785	2820200	
	2/0/0555	2320575	5814980			2794943	3020037	16717015			٥	16/1/015	5138300	10560
		8.57	0.13			0.00	0.00	0.70	24.0			0.00	0.48	24.94
		81.56		20.07		100:00			99.52			0	100	45.44



Total		182900540	33928455	18.55	20795901	13132516	61.29	38.71
Resolution - 5		×						
Resolution required: (Ordinary Resolution)	(esolution)	Ordinary Resolution Auditors, M/s Doog AGM till the conclu	Ordinary Resolution for the Appointent of M/s BSD & Co., Chartered Accountants as Statutory Auditors in place of retirin Auditors, M/s Doogar & Associates, Chartered Accountants for a period of five years commencing from conclusion of this AGM till the conclusion of AGM to be held in the year 2022 subject to ratification at every AGM and to fix their Remuneration	's BSD & Co., Ch d Accountants fo n the year 2022 si	nartered Accoun or a period of fiv ubject to ratifica	tants as Statute e years comme tion at every A	hartered Accountants as Statutory Auditors in place of retiring or a period of five years commencing from conclusion of this ubject to ratification at every AGM and to fix their	ace of retiring usion of this eir
Whether promoter / promter group are interested in the agenda/resolution?	up are interested in the	Zo						
Category	Mode of Voting	No of shares held	No. of votes polled	% of votes polled on	No. of Votes - No. of Votes in favour - against	No. of Votes - against	% of Votes in favor on votes	% of Votes against on
				outstanding shares			polled	vote polled
		÷	-2	(3)=[(2)/(1)]*1	Ł	Ġ	$\begin{array}{c c} (6) = [(4)/(2)] * 10 & (7) = [(5)/(2)] * 1 \\ 0 & 00 \end{array}$	(7)=[(5)/(2)]*1
	E - Voting		6169820		6169820	0	100.00	0.00
	Poll	126966104	130696374	95.49	130696374	0	100.00	0.00
Promoter and Promoter Group	Postal Ballot, (if applicable)	150800174						
	Total	136866194	136866194	100.00	136866194	0	100.00	0
	E - Voting		16796800	55.47	16796800	0	100.00	0
	Poll	1010101	0	0.00	0	0	0.00	0
Public – Institutions	Postal Ballot, (if applicable)	30282191						
	Total	30282191	16796800	55.47	16796800	0	100.00	0.00
	E - Voting		3027251	19.22	3027101	150	99.50	0.50
	Poll	15752155	2795081	17.74	2795043	0	99.86	
Public-Non Institutions	Postal Ballot. (if applicable)					œ	•	
	Total	15752155	5822332			150	99.68	0.26
Total		182900540	159485326	87.20	159485138	150	99.99	0.01



Resolution required: (Ordinary Resolution)

Ordinary Resolution for the Appointment of Ms. Shruti Dxivedi Sodhi (DIN: 02058258), an an Independent Director for a term of Five Years effective from May 29, 2017 upto May 28, 2022.

Whether promoter / promter group are interested in the agenda/resolution?

Resolution - 6

Resolution required: (Ordinary Resolution)	Resolution)	Ordinary Resolution term of Five Years of	Ordinary Resolution for the Appointment of Mr. Srinivas Kanakagiri (DIN term of Five Years effective from July 20 2017 into July 20 2022	1: Srinivas Kana	ri (DII	143793), an an	N: 00443793), an an Independent Director for a
Whether promoter / promter group are interested in the	up are interested in the			r upro surj 20, 2	022		
agenda/resolution?		Z					
Category	Mode of Votino	No of shares hald					
	,	and of Shares held	No. of votes polled	ng n cs	No. of Votes - in favour	No. of Votes - against	No. of Votes - No. of Votes   % of Votes in   % of Votes in   favour - against favor on votes against on   polled   votes collect
		<u>.</u>	-2	(3)=[(2)/(1)]*1			
	l: - Voting			00		راد	(6)= (4)/(2) *10 (7)= (5)/(2) *
	Poll	13,87713.	0109820	4.508	0	6169820	-
Promoter and Promoter Group	Postal Ballot, (if	1708661	1.506905.1	95.49	130696374	0707070	0.00
	applicable)						95.49
	Total	136866194	13/0//				
	l - Voting		1501998961	100.00	13060		
	1		16796800	55.47	150696374	6169820	95.19

3.87	96.13	6171014	153314262	87.20	159485314	182900540		- Otal
0.02	99.98	1194	5821088	36.96	5822320	15752155	Total	Total
			*				applicable)	
						15/5/155	Postal Ballot, (if	Public-Non Institutions
0.00	100.00	0	2795043	17.74	2795081	15757155	Poll	
0.04		1194	3026045	19.22	3027239		E - Voting	
0.00	100.00	0	16796800	55.47	16796800	30282191	Total	
						000000000000000000000000000000000000000	Postal Ballot, (if applicable)	rubile – institutions
	0.00	c	0	0.00	0	30282191	Poll	D. F. C.
0	00.00		107,9000	33.47	16796800		E - Voting	
0	100.00	0	1008200	25.42	136866194	136866194	Total	
4.51	95.49	6169820	130696374	100			applicable)	
		٠				1,0000017	Postal Ballot, (if	Fromoter and Promoter Group
			1000,00	93.47	130696374	136866194	Poll	
0.00	95.49	0	130696374	4.51	6169820		E - Voting	
4.51	0.00	6169820	0	00				
00	0	3	4	$(3)=[(2)/(1)]^{*1}$	-2	i		
(7)=[(5)/(2)]*1	(6)=[(4)/(2)]*10 $(7)=[(5)/(2)]*1$			shares				
vote polled	polled	or .	in favour	polled on outstanding	No. of voice P	No of shares held	Mode of Voting	(45,60)
against on	No. of Votes 70 of Votes	No. of Votes	S	% of votes	No of votes polled			Category
% of Votes	_							



		Oldinary Resolution	Oldilally Resolution to approve Remaineration payment	2017-18				Dilat & Assessment Control
		Auditors of the Con	Auditors of the Company for the financial year 2017-18	11 201 /-10.				
Whether promoter / promter group are interested in the	up are interested in the							
agenda/resolution?		No						
Category	Mode of Voting	No of shares held	No. of votes polled	% of votes	No. of Votes - No. of Votes in favour - against	_	% of Votes in	% of Votes against on
				outstanding		9	polled	vote polled
				shares				
		-1	-2	(3)=[(2)/(1)]*1	4	-51	(6)=[(4)/(2)]*10[(7)=[(5)/(2)]*	(7)=[(5)/(2)]*
				00			0	00
	E - Voting		6169820	4.508	6169820	0	100.00	0.0
THE PROPERTY NAMED IN COLUMN	Poll	36866 94	130696374	95,19	130696374	0	95.49	0.0
Promoter and Promoter Group	Postal Ballot (if applicable)					2		
	Total	136866194	136866194	100.00	136866194	0	100 00	
	E - Voting		16796800	55.47	16796800	0	100.00	0.0
	Poll	10168602	0	0.00	0	0	00.00	9,0
Public – Institutions	Postal Ballot, (if	50101171					0.00	
	applicable)							
	Total	30282191	16796800	55.47	16796800		100 00	
	E - Voting		3027251	19 22	3027106	7	100.00	. u.c
	Poll	15757155	2795081	1771	041/705	55	99.82%	0.
Public-Non Institutions	Postal Ballot, (if	10/06/00		11.17	279043	0	100.00	0.0
	applicable)							
	Total	15752155	5822332	36.96	587777			
Total		182900540	159485326	8770		35	99.84	0.
				07.20	159485233	ノン	100 00	

	Total				Silona institutions	Public-Non Institutions								r ubile - Institutions	Pinklin Imain in			
		Total		applicable)	Postal Ballot, (if		Poll	· come	E - Votino	I OTAL	Total	applicable)	Opplication !	Postal Ballot, (if		Poll		
1022000	012000540	15752155				15752155		_		30282191	20202101			30202171	10168602			
1000000	159485326	5822332					2795081	20001	3027251	10/2000	16796800					0	_	
	87.20	50.70	36 %				1/./7	1774	19.22	10.33	55.47					0.00	0.00	•
	153314274		5821100					2795043	202000	3026057	10/2000	00870271					_	<u>.</u>
		6171014						0		1194	١	0					9	2
	700	96.13	77.70	80 00				100.00	100 00	99.30	90 00	100.00	2000					0.00
		3.87	0.01	0.02					0.00		0 04	0.00	000					0



	Charial Resolution for F	rivate Placement of Secu	ired / Unsecured	/ Redeemable /	Non-Redeema Companies Ac	ble/ Convertible t, 2013	/ Non-
	Special Resolution for Convertible/ Listed/ Un	listed and/or other securi	ties under Section	I 42 and 11			
	No		av af water			% of Votes in	% of Votes against on
Mode of Voting	of shares held	No. of votes polled		in favour		polled	vote polled
			shares 3)=1(2)(1) *1	4	5	6)= (4)/(2) *10 0	(7)=[(5)/(2)]*1 00
	-1		00	-	6169820	100.00	1 1
		6169820	4.508	0	0	95.49	0.00
E - Voting	<u></u>	130696374	95.49				
Postal Ballot, (if	136866194					05.40	4.51
applicable)		136866194	100.00	130696374	1	100.00	0.00
Total	130300174	16796800	55.47	16796800		0.00	0
E - Voting		0	0.00				
Postal Ballot, (if	30282191						0 00
applicable)		00830571					
Total	30282191	3027239					
E - Voting		2795081				100:00	
Poll Postal Ballot, (if	15752155						
applicable)		cress					
Total	182900540	15948531		П			3.0
Solution)	Special Resolution	to take fresh limits of bo	rrowings for a su ler Section 180(1	m not exceeding	Rs. 3000 Cro	res (Rupees Thro	e Thousand
oup are interested in t							
Mode of Voting	-	No. of votes polled	% of votes		_	_	in % of Votes
			outstanding		,		
	<u>-</u>	-2	(3)=[(2)/(1)]	<u>*</u>	ڻ.	(6)= (4)/(2)  <sup>3</sup> 0	$ \begin{array}{c c} (6)= (4)/(2) *10 & (7)= (5)/(2) \\ 0 & 00 \end{array} $
	Resolution - 9  Resolution required: (Special Resolution)  Whether promoter / promter group are interested in the agenda/resolution?  Category  Category  Mode of Voting  E - Voting  Postal Ballot. (if applicable)  Total  Foral  E - Voting  Postal Ballot. (if applicable)  Total  Foral  Foral	al Ballot. (if licable)  lial Ballot. (if licable)  voting  Voting  No  No  No  No  No  No  No  No  No  N	spec Con Con No Dde of Voting No Dde of Voting No Coting	al Ballot. (if licable)  lial Ballot. (if licable)  voting  Voting  No  No  No  No  No  No  No  No  No  N	sterested in the Con No ode of Voting No	Special Resolution for Private Placement of Securities under Section 42 and 71 of Companies A Convertible/ Listed/ Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed/ Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed/ Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed/ Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed Unlisted and/or other Securities under Section 42 and 71 of Companies A Convertible Listed Unlisted and/or other Securities under Section 42 and 71 of Convertible Listed Unlisted and/or other Section 42 and 71 of Companies A Convertible Listed Unlisted and/or other Section 42 and 71 of Convertible Listed Unlisted and/or other Section 42 and 71 of Convertible Listed Unlisted Listed	Special Resolution for Private Placement of Secured / Unsecured / Redeemable / Non-Redeemable / Non-Redeem

	IOIAI	10/06/00		22.20	15331 1890	6170398	96.13	
otal		182900540	159485326	87.20	133314070			
Resolution - 11		Ordinar Pasalution I	Oxdings Resolution to ratify and confirm and to enter into cont	to enter into conti	racts/arrangemer	its/transaction	tracts/arrangements/transactions with related parties for an	ies for an
Resolution required: (Ordinary Resolution)		aggregate amount not	aggregate amount not exceeding Rs 7.500 Crore under Section	re under Section	188 of the Companies Act. 2015	banies Act. 20	3	
Whether promoter / promter group are interested in the	p are interested in the							
agenda/resolution?		Yes	S. C. Assaulted	_	No. of Votes - No. of Votes	io. of Votes	% of Votes in	% of Vot
Category	Mode of Voting	No of shares held	No. of votes polica	polled on	in favour	- against		against
				outstanding			polled	vote pol
			-2	(3)=[(2)/(1)]*1	۴	ራ	(6)= (4)/(2) *10 (7)= (5)/(2)	7)=[(5)/(3
				90			0.00	_
	L. Voino		6169820		0002117		100 00	
	9		130696374	K+166	0723117			
	Postal Ballot. (1f	1,56866194						
Promoter and Promote: Street	applicable)	101770761	136866194	100.00	8925117	0	6.52	
	l'otal	13000017		55.20	10695378	6021637	63.98	
	F - Voting			0.00	0	0	0.00	
	Poll	30282191						
	Postal Ballot. (11							
Public - Institutions	applicable)	16158502	16717015	55.20	10695378	6021637	63.98	
	Total	202021		19.2	3026954	297	99 99	ľ
	l - Voting	L						

Total				Public-Non Institutions						r abite - institutions							Promoter and Promoter Crown		T-	
	Total	applicable)	r ostar Dariot. (1)	Postal Ballot (if	Poll	E - Voting	E Valian	Total	applicable)	Postal Ballot, (if	Poll		E - Voting	Total	applicable)	Postal Ballot, (if		Poll	E - Voting	
182900540	15752155			15/52133	15757155			30282191		0000000	10168608	T		136866194			136866194	1		
159485326	202220	5077227			2795081		3027251	16796800				2	16796800	136866194			10000000	130696374	6169820	
07.20	87 70	36.96			17.77	1771	19.22	33.47		112	0.00	0 00	55.47	100.00	100 00			95.49	Т	
	153314890	5821716				2795043	3020073	202672	16796800			_	10/9000	000000	130696374			130090374	17550705	2
	6170398	578				0	2,70	\$78	0			•		0	6169820			1	0	6169820
	96.13	99.99				100.00		99.98	100.00				0.00	100.00	95.49				95.49	0.00
	3.87	0.01	0.01			0.00	0.00	0.02	0.00				0	0.00	4.51	1			0.00	100.00



- otal	Total		Public-Non Institutions	
	Total	applicable)	Postal Ballot, (if	Poll
182900540	15752155		15752155	_
159405541	5822332			2795081
87.15 25442472	36.96 302177	T		17.74 27950
1	6021934	297 9		0 10
	5.96 3.78	9.99 0.01		0.00





709, 7th Floor, Vikram Tower, Rajendra Place, New Delhi - 110008 +91-9990756359 info@corpsmith.org

# Consolidated Report of Scrutinizer on Remote E-voting And Voting through Polling Paper

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015]

To,

The Chairman
28th Annual General Meeting of the Members of
Omaxe Limited

Held on Wednesday, 27th September, 2017, at 11:00 AM, at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram, Haryana - 122001

Report on e-voting and voting by Poll conducted at 28th Annual General Meeting of the Equity Shareholders of Omaxe Limited, held on Wednesday, 27th September, 2017 at 11:00 A.M. at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram, Haryana – 122001

## Appointment as Scrutinizer:

I was appointed as the Scrutinizer for conducting the remote e-voting process and voting through polling paper, in pursuance of the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time, at the 28th Annual General Meeting (AGM) of "OMAXE LIMITED" ("Company") held on Wednesday, 27th day of September, 2017 at 11:00 A.M. at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram, Haryana – 122001.

#### 1. Agency:

The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform. The Service provider accordingly has set up e-voting facility on their website <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.

For NSP AND ASSOCIATES

28th AGM of Omaxe Limite

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#### 2. Dispatch of Notice convening the Meeting

The Company has completed the dispatch of notice to the Shareholders on 01" day of September, 2017 the dispatch of Notice of AGM along with details of Login ID and password to its Members through Courier (Professional Courier) and through mail by NSDL to Members whose email id was registered with the Company or its Registrar and Transfer Agent.

#### 3. Cut- off date:

The voting rights were reckoned as on 21st September, 2017, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.

#### 4. Remote E-voting:

Remote e-voting platform was open from 09:00 A.M. (IST) on the Saturday, 23<sup>rd</sup> September, 2017 to 05:00 P.M. (IST) on Tuesday, 26<sup>th</sup> September, 2017 and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary or Special Resolutions, on the e-voting platform provided by NSDL.

#### 5. Voting at the AGM:

- 5.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details related to Members who have cast their votes through remote e-voting, such as their names, DP Id/Client Id, folios, number of shares held but not the manner in which they have voted.
- **5.2** Accordingly, NSDL, the remote e-voting Agency provided us with the names, DP Id/Client Id, folios, shareholding of the Members who had cast their votes through remote e-Voting.
- 5.3 In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as e-voting has been offered to the Shareholders. Therefore, at the 28th AGM of the Company, voting was conducted by means of poll under Rule 21 of the Companies (Management and Administration) Rules, 2014.

5.4 At the AGM, after the declaration of Poll by the Chairman, Two (2) ballot box kept for polling were locked in my presence with due identification marks placed by me

For NSP AND ASSOCIA

28th AGM of Omaxe Limited

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## 6. Counting Process:

- **6.1** On Completion of voting at the meeting, Link Intime India Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of Members who had cast their votes, their holding details and details of vote cast on each of the resolution.
- **6.2** The votes were reconciled with the records maintained by the Company and RTA with respect to the authorization/ proxies lodged with the Company along with their signatures.
- 6.3 The locked ballot box was subsequently opened in my presence along with two (2) witness a) Mr. Jay Prakash R/o Nangli Dairy, Near Najafgarh, New Delhi 110043 and b) Mr. Mukesh Chander R/o Shiv Nagar, Gurugram, Haryana, who are not in the employment of the Company and poll papers were diligently scrutinized. The Witnesses have signed below in confirmation of the Ballot Boxes being unlocked in my presence. The Poll papers have been reconciled with the records maintained by the Company and RTA of the Company and the authorization / proxies lodged with the Company.

(Jay Prakash)

(Mukesh Chander)

- **6.4** The polling papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- After counting the votes casted by the Members and proxy holders present at the AGM through polling papers the votes casted through remote e-voting by the Members were unblocked on Wednesday the 27th day of September, 2017 in the presence of two (2) witnesses namely Mr. Jay Prakash and Mr. Mukesh Chander, who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

(Jav Prakash)

Mukesh Chander)

6.6 Thereafter, the details containing inter-alia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of NSDL.

For NSP AND ASSOCIATES

1 Javeer >

**Proprietor** 

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#### 7. Results:

- 7.1 I observed that:
  - a) 91 Members had cast their votes at the meeting and out of which vote of 38 members were found as invalid.
  - b) 108 Members had casted their votes through remote e-Voting.
- 7.2 Based on the reports generated from the e-voting system provided by NSDL and votes casted on Poll, we submit the consolidated results of e-voting and Poll herewith, in respect to each item on the agenda as set out in the Notice of the 28th AGM dated 29th July, 2017, as Annexure - 1.
- 8. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the Resolutions contained in the Notice of 28th Annual General Meeting. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the Resolutions stated in the Notice.
- 9. Based on the above voting, all Resolutions carried on with requisite majority except Item No. 4(a), accordingly we request the Chairman of the 28th AGM to declare the result of the meeting.
- 10. The Register, all other papers and relevant records relating to remote e-voting and voting by poll (Polling Paper) at the 28th AGM shall remain in my safe custody until the Chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company Secretary for safe keeping.

Thanking You, Yours faithfully,

For NSP & Associates **Company Secretaries** 

For NSP AND ASSOCIATES

Naveen Shree Pandey
Proprietor (Scrutinizer)
Proprietor

FCS: 9028; CP No.: 10937

Date: 27th September, 2017

Place: Gurugram

## REPORT CONTAINING RESULT

## **RESOLUTION 01:** (ORDINARY RESOLUTION)

a) Ordinary resolution to consider and adopt the Audited Financial Stataments of the Commpany for the year ended March 31, 2017, the Reports of the Board of Directors' and Auditors' thereon and the Audited Consolidated Financial Statements of the company for the financial year ended 31st March, 2017.

Mode	Total	Total Shares	No Voting			Favour	A	Against
	Voters		Po Number	Votes	Num	Votes	Num	Votes
					ber		ber	
E-voting	108	25993871	0	0	99	19760323	9	6170221
Poll	91	133491455	38	38	53	133491417	0	0
Total	199	159485326	38	38	152	153251740	9	6170221

Total Valid Shares (Total Shares)

= 159421961

Votes in Favour (% of Total Valid Shares)

= 96.13%

Votes in Against (% of Total Valid Shares)

= 3.87%

The Resolution was carried with requisite majority.

## **RESOLUTION 02:** (ORDINARY RESOLUTION)

Ordinary Resolution declaration of Dividend on 0.1% Non-Comulative, Redeemable Non-Convertible Preference shares for the financial year 2016-17.

Mode	Total	Total Shares	No Voting	g/Invalid		Favour	Α	gainst	
	Voters		Po	oll					
			Number	Votes	Num	Votes	Num	Votes	
		*			ber		ber		
E-voting	107	25993859	0	0	101	25993253	6		606
Poll	91	133491455	38	38	53	133491417	0		0
Total	198	159485314	38	38	154	· 159484670	6		606

**Total Valid Shares (Total Shares)** 

= 159485276

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

The Resolution was carried with requisite majority.

For NSP AND ASSOCIATES

Proprietor

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## **RESOLUTION 03:** (ORDINARY RESOLUTION)

Ordinary Resolution for declaration of Dividend on Equity Shares for the financial year 2016-17 only to Public Shareholder.

Mode	Total	Total Shares	No Vot	ing/Invalid		Favour	A	Against
Wiode	Voters		Numb	Poll Votes	Num	Votes	Num	Votes
			er	2	ber 99	19824014	ber 8	6169845
E-voting	107	25993859	0	0	99			0
Poll	91	133491455	48	125040433		8451022 <b>28275036</b>	8	6169845
Total	198		48	125040433	142	28273030		

= 34444881 Total Valid Shares (Total Shares) Votes in Favour (% of Total Valid Shares) = 82.09% = 17.91%

Votes in Against (% of Total Valid Shares)

The Resolution was carried with requisite majority.

## RESOLUTION 4(a): (ORDINARY RESOLUTION)

Ordinary Resolution for the Appointment of a Director in place of Mr. Sunil Goel (DIN-00003743) who retires by rotation and being eligible offers himself for re-appointment.

		1.01	No Vot	ing/Invalid		Favour	Α	gainst
Mode	Total Voters	Total Shares		Poll			Num	Votes
	Voters		Numb	Votes	Num ber	Votes	Num ber	Votes
		25002071	er 3	3349620	51	2907199	54	19737052
E-voting	108	25993871	,			62	25	7933503
Poll	91	133491455	56	125557889	10	2907262	25 <b>79</b>	27670555
Total	199	159485326	59	128907509	61	2907202	15	

= 30577817 Total Valid Shares (Total Shares) Votes in Favour (% of Total Valid Shares) = 09.50% = 91.50% Votes in Against (% of Total Valid Shares)

The Resolution was declined as it did not get the requisite majority.

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## **RESOLUTION 4(b):** (ORDINARY RESOLUTION)

Ordinary Resolution for the appointment of Ms. Seema Prasad Avasarala as a Director in place of Mr. Sunil Goel who retires by rotation.

Mode	Total Voter	Total Shares	No Vot	ing/Invalid Poll		Favour	,	Against
	S		Numb	Votes	Num	Votes	Num	Votes
			er		ber		ber	P
E-voting	106	25993814	0	0	67	12861298	39	13132516
Poll	91	133491455	49	125557852	42	7934603	0	0
Total	197	159485269	49	125557852	109	20795901	39	13132516

Total Valid Shares (Total Shares) = 33928417 Votes in Favour (% of Total Valid Shares) = 61.29% Votes in Against (% of Total Valid Shares) = 38.71%

The Resolution was carried with requisite majority.

### **RESOLUTION 05:** (ORDINARY RESOLUTION)

Ordinary resolution for appointment of M/s. BSD & Co. (FRN- 000312S), Chartered Accountants, as the Satutory Auditors of the Company in place of retiring statutory auditors M/s. Doogar & Associates, Chartered Accountants and to fix their remuneration.

Mode	Total	<b>Total Shares</b>	No Voting	g/Invalid		Favour	Α	gainst	
	Voter		Po	oll					
	s		Number	Votes	Num	Votes	Num	Votes	
			9		ber		ber		
E-voting	108	25993871	0	0	106	25993721	2		150
Poll	91	133491455	38	38	53	133491417	0		0
Total	199	159485326	38	38	159	159485138	2		150

Total Valid Shares (Total Shares) = 159485288 Votes in Favour (% of Total Valid Shares) = 99.99% Votes in Against (% of Total Valid Shares) = 00.01%

The Resolution was carried with requisite majority.

FOR NSP AND ASSOCIATES

Noven Show Pandry Proprietor

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## **RESOLUTION 06: (ORDINARY RESOLUTION)**

Ordinary Resolution for the appointment of Ms. Shruti Dvivedi Sodhi (DIN-02058258) as an Independent Director of the Company w.e.f. 29.05.2017 and will hold office of Independent Director for 5(Five) consecutive years for a term upto 28.05.2022.

Mode	Total Voter	Total Shares	No Voting	True		Favour	,	Against
	S		Number	Votes	Num	Votes	Num	Votes
					ber		ber	
E-voting	107	* 25993859	0	0	95	19822845	12	6171014
Poll	91	133491455	38	38	53	133491417	0	0
Total	198	159485314	38	38	148	153314262	12	6171014

Total Valid Shares (Total Shares)

= 159485276

Votes in Favour (% of Total Valid Shares)

= 96.13%

Votes in Against (% of Total Valid Shares)

= 03.87%

The Resolution was carried with requisite majority.

## **RESOLUTION 07:** (ORDINARY RESOLUTION)

Ordinary Resolution for the appointment of Mr. Srinivas Kanakagiri (DIN- 00443793) as an Independent Director of the Company w.e.f. 29.07.2017 and will hold office of Independent Director for 5(Five) consecutive years for a term upto 28.07.2022.

Mode	Total	<b>Total Shares</b>	No Voting/Invalid		Favour		Against	
1	Voters		Poll					
			Number Votes		Num	Votes	Num	Votes
					ber		ber	
	108	25993871	0	0	96	19822857	12	6171014
E-voting		133491455	38	38	53	133491417	0	0
Poll	91		38	38	149	153314274	12	6171014
Total	199	159485326	36	30	1.0			

Total Valid Shares (Total Shares)

= 159485288

Votes in Favour (% of Total Valid Shares)

= 96.13%

Votes in Against (% of Total Valid Shares)

= 3.87%

The Resolution was carried with requisite majority.

For NSP AND ASSOCIATES

28th AGM of Omaxe Limited

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## **RESOLUTION 08:** (ORDIANRY RESOLUTION)

Ordianry Resolution to Consider and approve Remuneration payable to M/s S.K. Bhatt & Associates, Cost Accountants, appointed as Cost Auditors of the company for financial year 2017-18.

Mode	Total Voter	Total Shares	No Voting/Invalid Poll		Favour		Against	
	S		Number	Votes	Num	Votes	Num	Votes
Г	400				ber		ber	
E-voting	108	25993871	0	0	106	25993816	2	55
Poll	91	133491455	38	38	53	133491417	0	0
Total	199	159485326	38	38	159	159485233	2	55

Total Valid Shares (Total Shares)

= 159485288

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 00.01%

The Resolution was carried with requisite majority.

### **RESOLUTION 9:** (SPECIAL RESOLUTION)

Special Resolution for making offer(s) or invitation(s) to subscribe to Secured/ Unsecured/ Redeemable Non-Convertible/Listed/ Unlisted and/or otherwise/ Debentures/ Bonds or such other Debt Securities on a private placement basis, in one or more tranches, during the period of 1(one) year from the date of passing this resolution, for an aggregate amount of Rs. 500,00,00,000/-(Rupees Five Hundred Crores only) or Equivalent in any other currency.

Mode	Total	Total Shares	No Voting/Invalid		Favour		Against	
	Voters		Poll					
			Number Votes 1		Num	Votes	Num	Votes
					ber		ber	
E-voting	107	25993859	0	0	97	19823867	10	6169992
Poll	91	133491455	38	38	53	133491417	0	0
Total	198	159485314	38	38	150	153315284	10	6169992

Total Valid Shares (Total Shares)

= 159485276

Votes in Favour (% of Total Valid Shares)

= 96.13%

Votes in Against (% of Total Valid Shares)

= 3.87%

The Resolution was carried with requisite majority.

FOR NSP AND ASSOCIATES

Proprietor

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## **RESOLUTION 10:** (SPECIAL RESOLUTION)

Special Resolution for taking fresh limits of borrowings for a sum of not exceeding Rs. 3,000 Crores (Rupees Three Thousand Crores only) (i.e the Principal amount) under Section 180(1)(c) of Companies Act 2013.

Mode	Total Voter	Total Shares	No Voting/Invalid Poll		Favour		Against	
	S		Number Votes		Num	Votes	Num	Votes
					ber		ber	
E-voting	108	25993871	0	0	96	19823473	12	6170398
Poll	91	133491455	38	38	53	133491417	0	0
Total	199	159485326	38 38		149	153314890	12	6170398

Total Valid Shares (Total Shares)

= 159485288

Votes in Favour (% of Total Valid Shares)

= 96.13%

Votes in Against (% of Total Valid Shares)

= 3.87%

The Resolution was carried with requisite majority.

## **RESOLUTION 11:** (ORDINARY RESOLUTION)

Ordinary Resolution for ratification and Confirmation and to enter into contracts/ arrangements/ transactions with related parties for an aggregate amount not exceeding Rs.7,500 Crores Under Section 188 of the Companies Act.

Mode	Total	<b>Total Shares</b>	No Voting/Invalid		Favour		Against	
	Voter		Poll					
	S .		Numb Votes		Num	Votes	Num	Votes
			er		ber		ber	
E-voting	107	25914086	7	6169820	70	13722332	30	6021934
Poll	91	133491455	51	121771295	40	11720160	0	0
Total	198	159405541	58	127941115	110	25442492	30	6021934

For NSP AND ASSOCIATES
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Proprietor

Page 10 of 11

Total Valid Shares (Total Shares) = 31464426 Votes in Favour (% of Total Valid Shares) = 81.50% Votes in Against (% of Total Valid Shares) = 19.50%

The Resolution was carried with requisite majority.

Thanking You, Yours faithfully,

For NSP & Associates
Coffee ANSI AND ASSOCIATES

Naven Shree Pandey

Proprietor (Scrutinizer) FCS: 9028; CP No.: 10937

Date: 27th September, 2017

Place: Gurugram